

THE  
SPECTACULAR  
SPIDERMAN®

MARVEL® COMICS GROUP

APPROVED  
BY THE  
COMICS  
CODE  
AUTHORITY

35¢  
CC

16  
MAR  
02199

©1977 MARVEL COMICS GROUP



# PETER PARKER THE SPECTACULAR SPIDER-MAN



**THE BEETLE  
AND THE BADGE!**

Cadence Industries  
\$4.50 for 12 issues  
actors, persons, and  
exhibit is purely comic  
shall not be sold or  
prominent character  
second class postal



While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee  
PRESENTS:

# THE SPECTACULAR SPIDER-MAN!

ELLIOT MAGGIN / SAL BUSCEMA & MIKE ESPOSITO / J. COSTANZA, letters / A. GOODWIN  
WRITER ARTISTS P. RACHELSON, colors EDITOR

A LOT HAS HAPPENED IN PETER PARKER'S LIFE LATELY. A LOT MORE IS ABOUT TO HAPPEN. \*\* BUT FOR THE MOMENT, THINGS ARE SO SLOW, HE'S DONNED MASK AND WEB-SHOOTERS TO SEARCH FOR EXCITEMENT. AND SUDDENLY, WITH A WILD SCREECH OF TIRES--

--HE'S FOUND IT!

KWAM!

THAT MOTOR-CYCLE COP IS ON TO SOMETHING-- YOU DON'T HANG A WILD U-TURN LIKE THAT FOR PRACTICE!

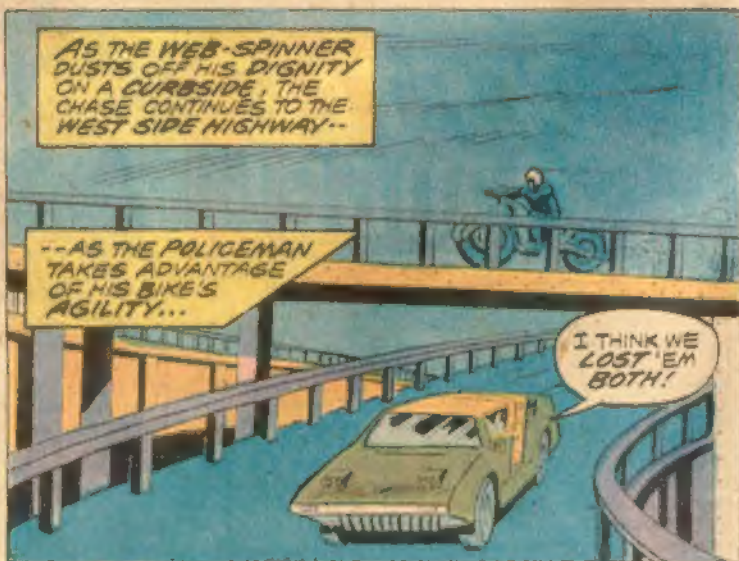
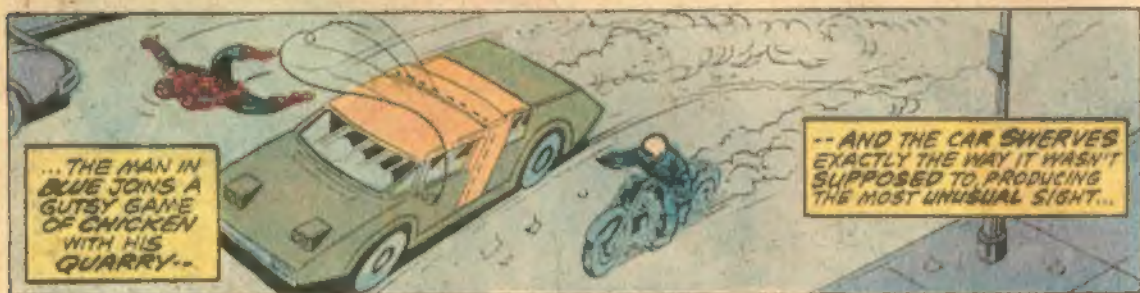
## THE BEETLE AND THE BADGE!

\* SEE LAST ISSUE AS A FOR INSTANCE--ARCHIE.

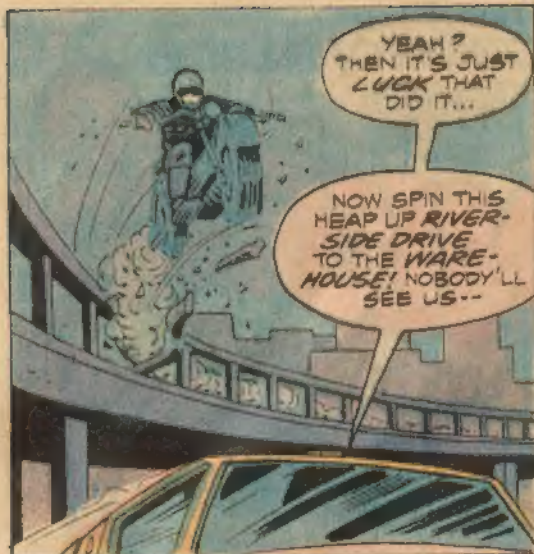
\*\* CHECK OUT THIS MONTH'S AMAZING SPIDER-MAN --ARCHIE AGAIN.

THE SPECTACULAR SPIDER-MAN® is published by MARVEL COMICS GROUP, James E. Galton, President, Stan Lee, Publisher. OFFICE OF PUBLICATION: 575 MADISON AVENUE, NEW YORK, N.Y. 10022. Published monthly. Copyright © 1977 by Marvel Comics Group. A Division of Cadence Industries Corporation. All rights reserved. Vol. 1, No. 16, March, 1978 issue. Price 35¢ per copy in the U.S. and Canada. Subscription rate \$4.90 for 12 issues. Canada, \$5.50. Foreign, \$6.50. Reprint courtesy of Magazine Management Co., Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. Printed in the U.S.A. This periodical may not be sold except by authorized dealers and is sold subject to the conditions that it shall not be sold or distributed with any part of its cover or markings removed, nor in a mutilated condition. SPECTACULAR SPIDER-MAN (including all prominent characters featured in the issue), and the distinctive likenesses thereof, are trademarks of the MARVEL COMICS GROUP. Application for second class postage pending at New York and additional mailing offices.



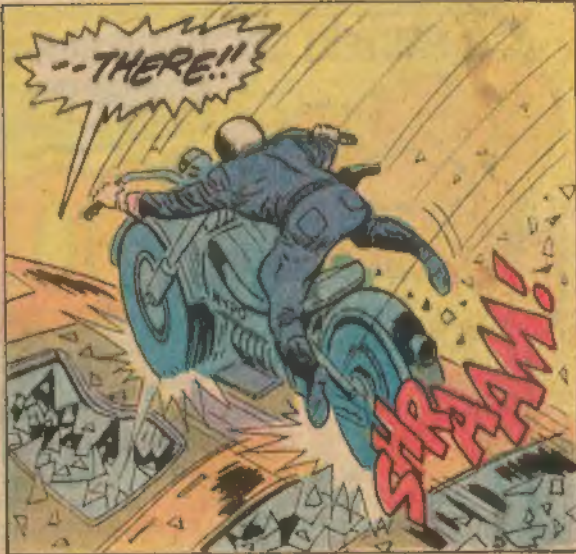






YEAH?  
THEN IT'S JUST  
LUCK THAT  
DID IT...

NOW SPIN THIS  
HEAP UP RIVER-  
SIDE DRIVE  
TO THE WARE-  
HOUSE! NOBODY'LL  
SEE US--



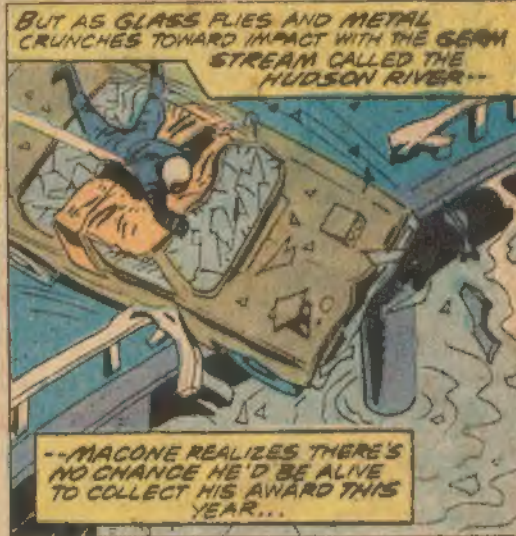
--THERE!!

CRASH!



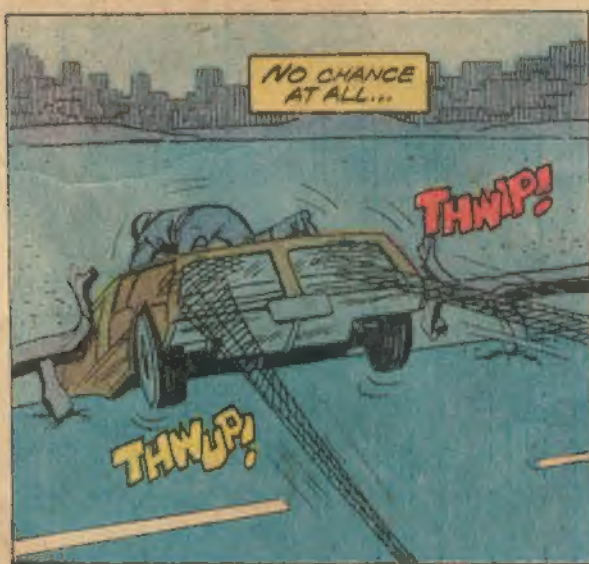
IF THE NEW YORK POLICE  
DEPARTMENT GAVE AN  
ANNUAL AWARD TO THE COP  
WHO CAME CLOSEST TO BEING  
KILLED IN ACTION--

--IT WOULD HAVE GONE  
TO OFFICER JOEY  
MACONE THE PAST THREE  
YEARS  
RUN-  
NING...



BUT AS GLASS FLIES AND METAL  
CRUNCHES TOWARD IMPACT WITH THE GERM  
STREAM CALLED THE  
HUDSON RIVER--

--MACONE REALIZES THERE'S  
NO CHANCE HE'D BE ALIVE  
TO COLLECT HIS AWARD THIS  
YEAR...



NO CHANCE  
AT ALL...

THWIP!

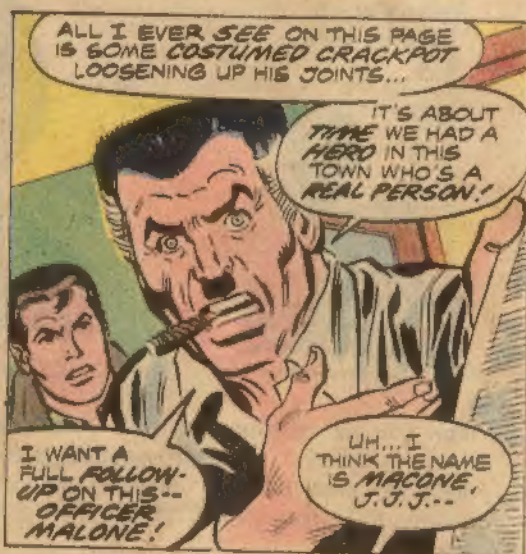
THWIP!



...EXCEPT  
ONE!



AND WHEN THE NEXT EDITION OF THE DAILY BUGLE ROLLS OFF THE PRESSES...





AND WITHIN THE MACONE HOUSEHOLD, A TV SET IS DEFINITELY NOT PLAYING...

SURE I WAS PROUD WHEN YOU BROUGHT IN THAT LITTLE GIRL'S KILLER... AND WHEN YOU SINGLE-HANDEDLY CAPTURED THOSE SMUGGLERS...

...AND TODAY! BUT I WON'T BE PROUD WHEN YOUR HEROICS GET YOU KILLED, JOE! AND I WON'T SPEND MY LIFE JUST WAITING FOR THAT TO HAPPEN!

NOT NOW, MARY ANN-- SOMEONE'S KNOCKING!

HI, I'M PETER PARKER FROM THE BUSLE! HOPE I'M NOT INTERRUPTING YOU, MR. MACONE, BUT--

NAH, I HAD TO GET UP TO ANSWER THE DOOR ANYWAY!

THEY PROBABLY CALLED YOU FROM THE PAPER TO SAY I'D BE HERE, RIGHT?

YEAH, I GUESS THEY DID. I SUPPOSE YOU WANT US TO STAND SOME PLACE AND LOOK CONTENTED?

IT DOES NOT TAKE LONG FOR THE YOUNG SHUTTERBUG TO DECIDE HE'D RATHER BE HANGING FROM A HELICOPTER SHOOTING A SMOLDERING VOLCANO...

...WHICH IS ABOUT WHERE HE FEELS HE IS NOW... DANG-LING OVER A DISASTER, HOPING HE CAN LEAVE BEFORE IT BLOWS--

THAT'S IT, JUST ACT NATURAL. A GOOD GRUFF LOOK FOR THE LAST SHOT-- TOUGH, NO-NONSENSE DEFENDER OF THE LAW, RIGHT?

MAYBE NOT. SOME PEOPLE THINK COPS SHOULD BE COWARDS!

HOO BOY! THE ATMOSPHERE HERE IS THICK ENOUGH TO CHOKE ON!

BUT, AT LAST, THE SESSION DOES END...

WHEW!

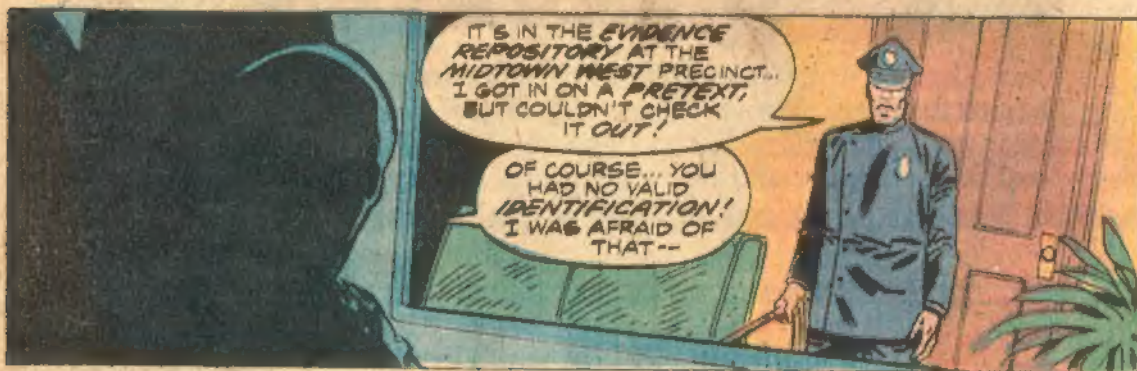
I NEVER REALIZED THE KIND OF PRESSURES COPS AND THEIR FAMILIES HAD GOING!



BUT NOT ALL POLICEMEN GO THROUGH WHAT JOE MACONE HAS. FOR INSTANCE, TAKE THIS GENTLEMAN IN THE FAMILIAR BLUE UNIFORM STROLLING A DOWNTOWN STREET...



...IN ANSWER TO A SUMMONS FROM SOMEONE WHO IS NOT A PROTECTOR OF SOCIETY...





--AT PRECISELY NOON TODAY!--

JEWELRY

BANK

THE AFTERNOON EDITION OF THE PUBLE GOES TO PRESS JUST MINUTES TOO SOON TO INCLUDE A STORY OF AN APPARENTLY SPONTANEOUS CRIME EXPLOSION CENTERED IN THE MID-TOWN WEST PRECINCT OF THE CITY.

REPORTS FLOOD IN OF JEWEL THEFTS AND BANK ROBBERIES--

--ARSON AND STREET HOLDUPS!

NEW YORK'S FINEST

SIZZLING STREETS...

...EXCEPT FOR ONE--

YOU'VE HAD ENOUGH EXCITEMENT FOR AWHILE, MACGONE... HOW ABOUT MANNING THE COMMUNICATIONS BOARD?

BEEN TALKING TO MY WIFE, HUH?

MY WIFE'S BEEN TALKING TO YOUR WIFE--

-- AND ALL **THREE** OF US THINK YOU COULD USE SOME **REST**!

THIRD TOWN WEST NYPD

MY SPIDER SENSE DIDN'T HAVE TO TELL ME SOMETHING'S GOING ON HERE... THE **SIRENS** DID THAT--





--BUT EITHER SIGNAL IS ENOUGH OF AN EXCUSE TO THINK THERE'S ROOM IN THIS PART OF THE WORLD--

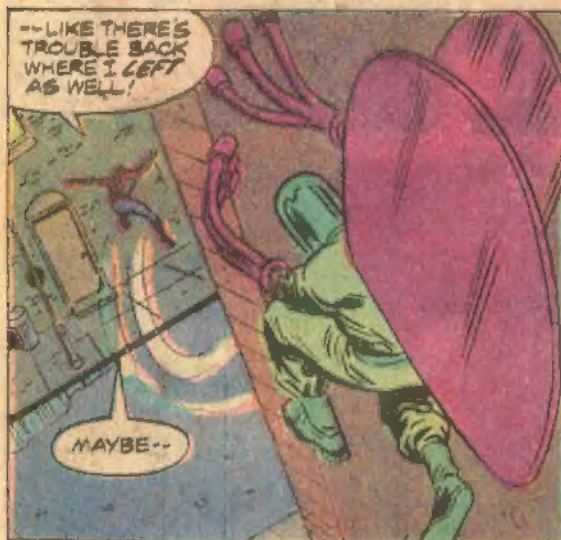


--FOR A CERTAIN WALL-CRAWLING, WEB-SLINGING SPIDER-MAN!

AND AS OUR HERO SWINGS OVER CITY STREETS TOWARD THE SOUNDS OF TRAFFIC IN TURMOIL, WHICH INDICATE BIG PROBLEMS...

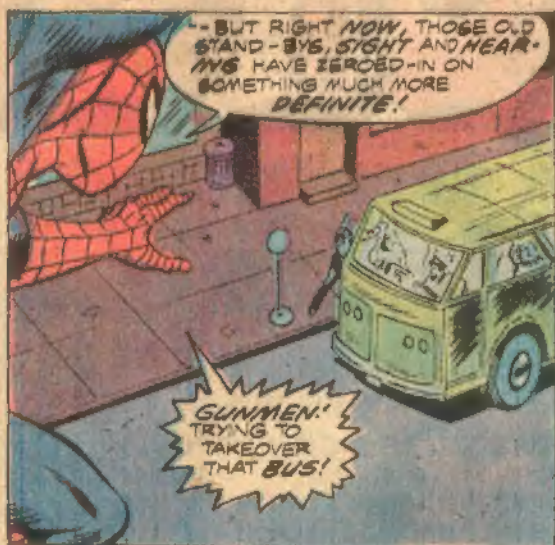


SUDDENLY, MY SPIDER-SENSE IS DOING A DISCO NUMBER ON MY CENTRAL NERVOUS SYSTEM--



--LIKE THERE'S TROUBLE BACK WHERE I LEFT AS WELL!

MAYBE--



--BUT RIGHT NOW, THOSE OLD STAND-BYS, SIGHT AND HEARING HAVE ZEROED-IN ON SOMETHING MUCH MORE DEFINITE!

GUNMEN! TRYING TO TAKEOVER THAT BUS!



ALL RIGHT, FELLA! DRIVE WHERE I TELL YA--

BUT FIRST OPEN UP THAT TOXEN BOX LIKE A GOOD BOY!

I--I CAN'T DO IT...WE AREN'T ISSUED KEYS! P-PLEASE...



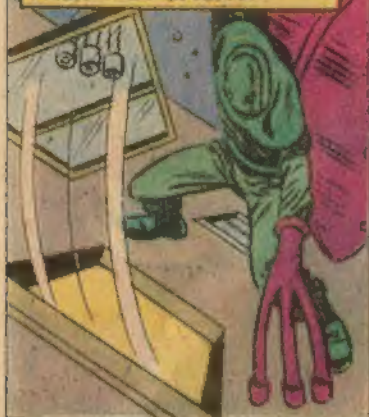
NO SWEAT, DRIVER!

HE'S ON THE WRONG BUS ANYWAY--

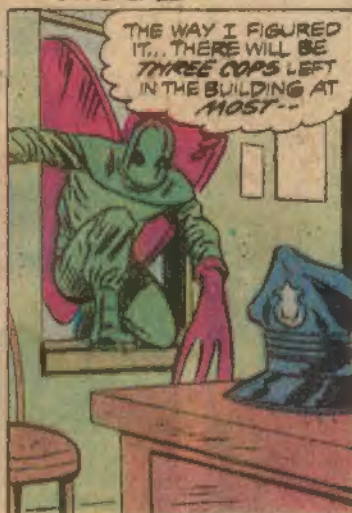
THE ONE HE AND HIS PALE WANTS GOES STRAIGHT TO SING-SING!



BUT BACK AT THE STATION HOUSE SPIDEY LEFT BEHIND... A SET OF SUPER-STRONG SUCTION CLIPS PULL A WINDOW SILENTLY FROM ITS PERCH...



...AND AN ARMOR-WINGED FIGURE CREEPS IN...



THE WAY I FIGURED IT... THERE WILL BE THREE COPS LEFT IN THE BUILDING AT MOST...

...BUT THERE'S PROBABLY ONLY ONE...

...THE ONE BEHIND THIS WALL!



AND ON THE OTHER SIDE OF THE WALL A DESK SERGEANT HEARS AN ODD SOUND...

WH-WHAT...? EITHER I'M GETTING SPOOKED BECAUSE THE BUILDING'S EMPTY...



...OR WE HAVE MICE IN THE WALLS!

BUT THE SERGEANT DOESN'T GET TO FINISH THOSE THOUGHTS... FOR WHAT SLAMS HIM INTO UNCONSCIOUSNESS IS NEITHER "SPOOK" NOR "HOUSE..."



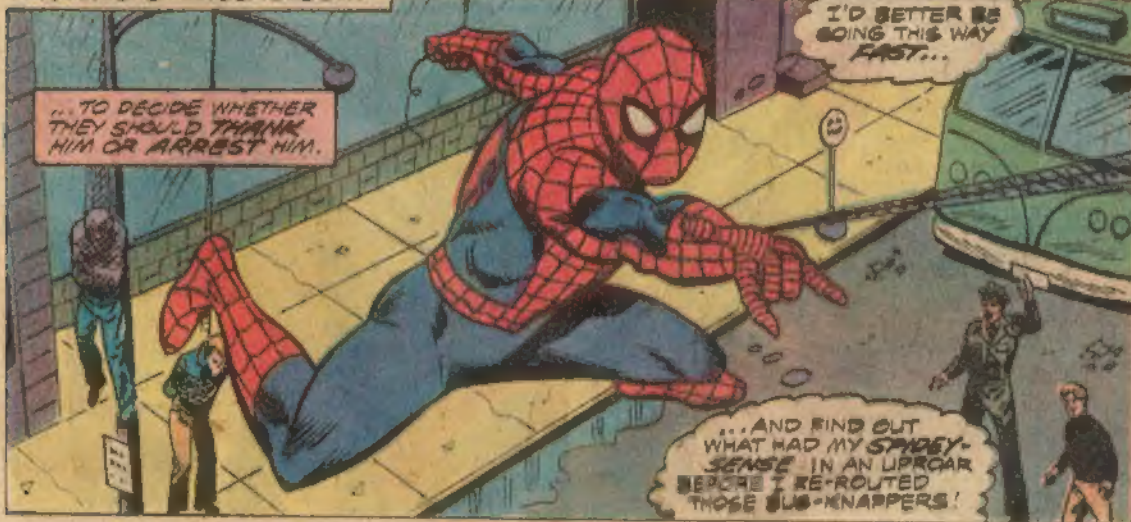
...BUT A BEETLE, WITH HYDRAULICALLY-POWERED APPENDAGES!

AND THIS SOUND REACHES HARRIER EARS...THOSE OF JOE MACONE!



THAT'S GOTTA BE BAD NEWS!

MEANWHILE, A BLOCK AWAY, THE WEB-SLINGER DOESN'T WAIT AROUND LONG ENOUGH FOR MACONE'S COLLEAGUES...



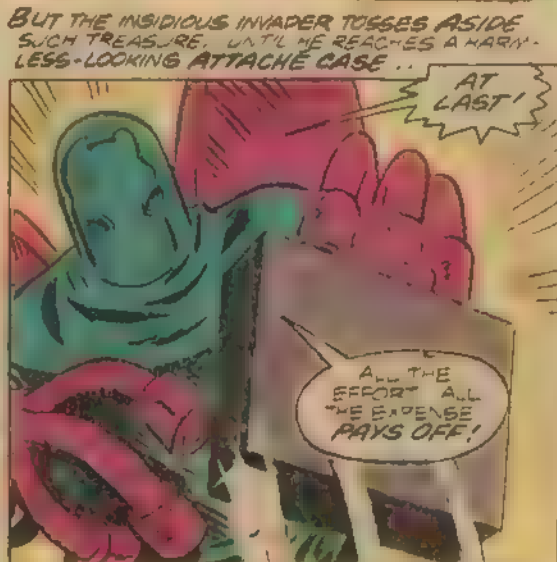
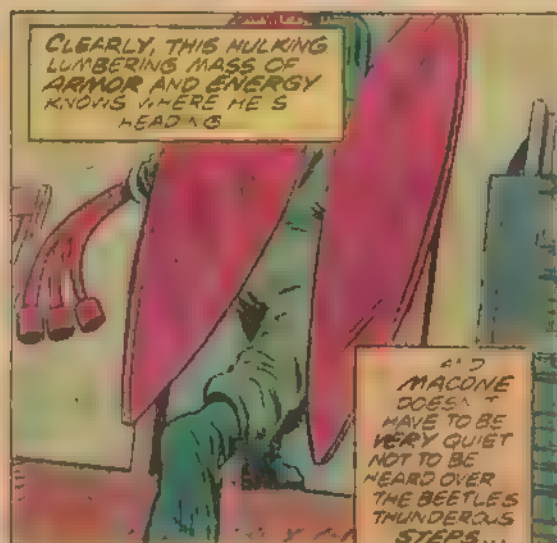
...TO DECIDE WHETHER THEY SHOULD THANK HIM OR ARREST HIM.

I'D BETTER BE GOING THIS WAY FAST...

...AND FIND OUT WHAT HAD MY SPIDEY-SENSE IN AN UPRAR BEFORE I RE-ROUTED THOSE BUS-KNAPPERS!



MEANWHILE, UNWARE OF ANY REINFORCEMENTS ON THE WAY, OFFICER MACONE THINKS FAST.





AND JOE MACONE  
SILENTLY CRANES TO  
SEE THAT THAT  
PAY-OFF IS

...PENCILS,  
PADS AND  
ENVELOPES?!

AN' EVERY-  
THING JUST  
AS IT'S  
SUPPOSED  
TO BE.

NOT QUITE,  
HELMET HEAD--

UNLESS YOU  
WERE COUNTING  
ON MY SPIDER-  
SENSE TO LEAD  
ME HERE TO  
BREAK UP  
YOUR ACT!

I THOUGHT  
THERE'D BE ENOUGH  
GONG ON OUTSIDE  
TO KEEP EVEN YOU  
OCCUPIED WALL-  
CRAWLER. BUT SINCE  
THAT ISN'T THE  
CASE--

--I'M FULLY CAPABLE  
OF HANDLING YOU  
MYSELF!

NOT IF YOU  
TELEGRAPH  
YOUR PUNCHES,  
BEE-TLE

BUT WHY  
SHOULD I  
GIVE YOU  
HE-DO-  
HINTS--?



# SPECTACULAR SPIDER-MAN

© MARVEL COMICS GROUP, 575 MADISON AVE NYC 10022

Okay, everybody out of the zoo.

Hey! Notice whose name is given top billing on this mag. Peter Parker. You guys promised it was Pete's mag, yet we are seeing more of his friends. Thank you, and don't stop, etc. But what about Peter himself? How about giving him some time to pull his life together? After all, it's your fault he flunked his term at college, y'know.

One more thing. Pete's going to go the great nerotic route if he doesn't share his secret with someone. He's been a loner too long. He deserves an ally—if not a friend. Think about it. seriously.

Resume swimming. 30 laps, armadillos, too. You guys need the exercise.

Dwayne Campbell  
6770 Hycrest Drive  
Burnaby, BC Canada

You're right, Dwayne—we probably *do*! But we try to save the aquatics for our spanking-new **MAN FROM ATLANTIS** (plug-plug) book. As for point one of your letter, Bill is planning to spend a lot more time with Pete himself, in conjunction with Marvelous Marv Wolfman—the newest **AMAZING SPIDER MAN** scripter. As soon as these two can sit down and start spinning their webs, the continuity between the two books should begin to be as tight as we once hoped it would be. But then, one can never be sure at Mighty Marvel. . . *faith* is the key up here.

As for Pete sharing his I.D.—somehow we think that would cause more problems than it would solve. After all, of all Marvel's top-line super-heroes, Pete's been the loner longer. But we'll toss the idea up at the ceiling and see if it sticks. Fair enough?

Dear People,

I think someone's memory has slipped. In PPTSS #12, page 17, panel 5, Peter says Gloria Grant gave him that swordfish—wrong! Mrs. Muggins did, . . . at a party given him by Gloria in **AMAZING SPIDER MAN** #183. And Flash was at that party so he would have *known* where Peter got it. I want a no prize!

Christopher Purdom  
4734 Cedar Avenue  
Phila, Pa 19143

We could tell a little white one and say we *deliberately* gave that swordfish the wrong accreditation just to *test* all you eager little beavers out there, but (sigh) it's easier to just admit we goofed. Your no-prize is in the mail, Chris. Don't spend it all in one place. (And another to Jack Brown of Milwaukee, who caught the same faux pas!)

Dear Archie, Bill, Sal & Mike

Now we're moving again! After several fill-in issues, **PETER PARKER, THE SPECTACULAR SPIDER MAN** #12 returns us to its regularly scheduled storyline. This issue finally delves into the Sha Shan sub plot with a twist, but, although the story was pretty good, what impressed me was the handling of Flash Thompson, and all the little things that helped to establish essential continuity, like the mention of Pete's injury and Harry's problems, or Pete's failing grades—as you hear so often. It's urgent to keep events consistent in your books. But, as I mentioned earlier in this somewhat disorganized letter, the high point was the treatment of Flash. This was the first time that his and Pete's friendship was convincing. Well done!

I'm sorry Archie can only do the plots now, but, for the dialogue, Bill Mantlo is perfect (as he proved in **MARVEL TEAM UP**). Nice stuff with the moonie-types and the cops. Sal and Mike did their usual good work. I especially liked Spidey's flip move on baldy on page 15. Spidey's been having trouble lately with bozos who aren't even in his league, and has come off kind of clumsy this month. Now, next issue, if Spidey can just score a victory without some trick, the ol' web-slinger'll be back up to snuff!

Closing this letter with the usual request for a crossover with at least one of Spidey's other books, and a few more supporting characters in PPTSS itself. I'll thank you again for restoring continuity and add a suggestion that you feature subplots from **AMAZING SPIDER MAN**. Excelsior!

PMM Matt Kaufman  
303 West Pennsylvania  
Urbana, IL 61801

To paraphrase a certain ex-prez, Matt: "Let us say *this* about that!"

Both **AMAZING SPIDER-MAN** and **PPTSS** are entering a transition stage. The reins of **AMAZING** are being passed to long-time Marvelite, **MARV WOLFMAN**. At **PPTSS**, in the meanwhile, Amiable Archie Goodwin (who's so swamped in other editorial work he's even given up coming up for air!) is passing the plotting of **SPECTACULAR** onto scripter, **BILL MANTLO**. Now, what does this mean to the world at large?

It means that, until Len wraps up his plot lines in **AMAZING**, and until Marv gets his act together, and until Bill can get **PPTSS** back on schedule—of necessity, the two books are going to intertwine only marginally. *But*—and that's a big **BUT**—once all the little wrinkles are ironed out, Bill and Marv have pledged themselves to an intricate cross-continuity, the likes of which you ain't never seen, fellas!


It'll take some time (this issue's fill-in giving Bill a chance to get himself going, fr'instance), but we think the results will be well worth sticking around for. And, knowing your unflagging devotion, Matthew, as evidenced in your monthly missives to nearly every blamed Marvel mag, we're sure you'll be one of those who stays for the fun! Excelsior right back at'cha, pal!

FROM OUT OF THE FIERY PITS COMES

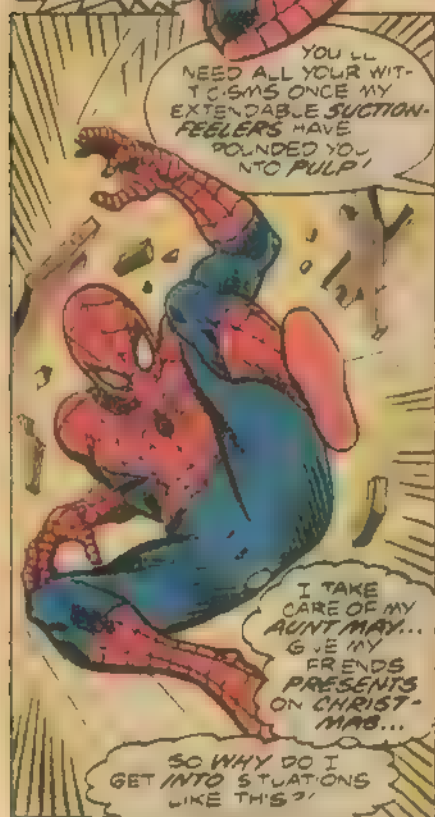
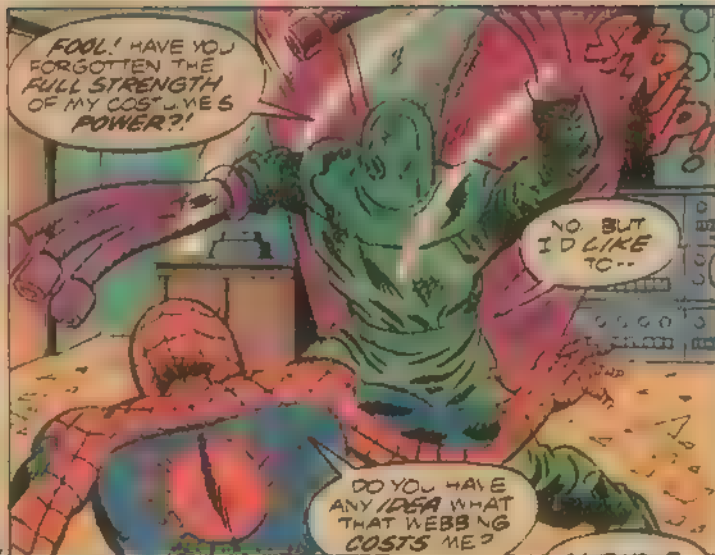
# GHOST RIDER

THE MOST SUPERNATURAL SUPER-HERO OF ALL!

ON SALE EVERY OTHER MONTH--YOU DARE NOT MISS IT!



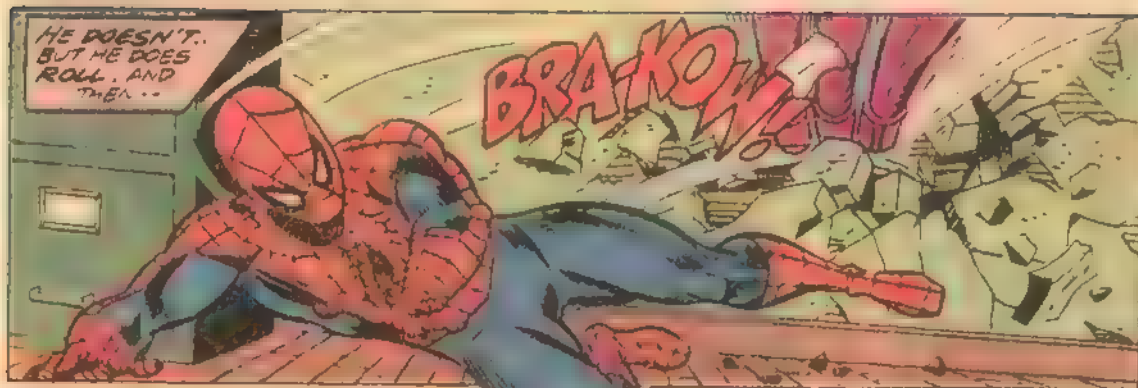




BUT SOMEONE ELSE IN THE ROOM HAS MORE REASON TO WONDER HOW HE GOT CAUGHT IN THIS CHAOS...

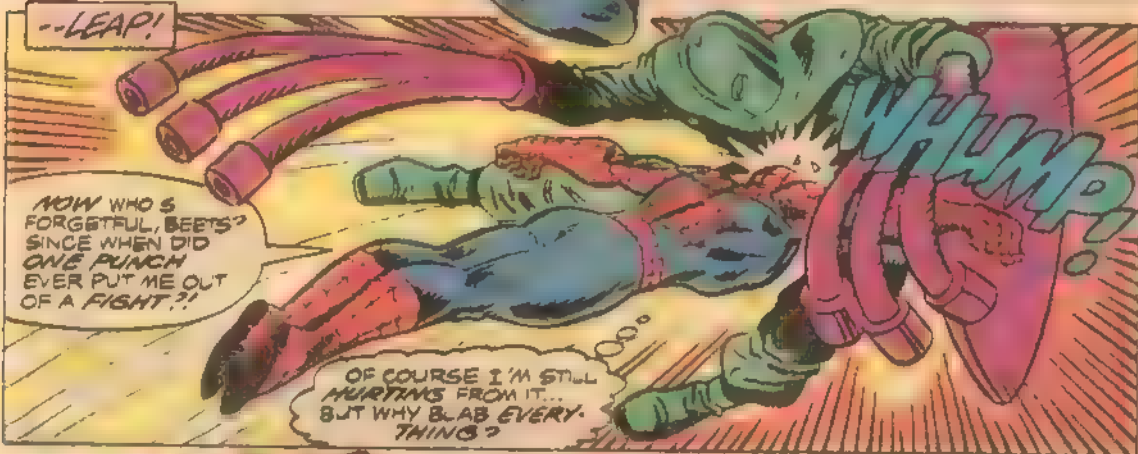






HE DOESN'T...  
BUT HE DOES  
ROLL... AND  
THEN...

**BRA-KOW!**



--LEAP!

NOW WHO'S  
FORGETFUL, BEETS?  
SINCE WHEN DID  
ONE PUNCH  
EVER PUT ME OUT  
OF A FIGHT?!

OF COURSE I'M STILL  
HURTING FROM IT...  
BUT WHY BLAB EVERY  
THING?

**WHUMP!**



**WA-LOM!**

MAYBE IT  
BURY US  
AND THESE  
SHELVES HE  
WON'T HAVE  
ROOM TO  
OPERATE--

--AND I'LL GET  
THE BREATHER  
I NEED TO GET  
BACK INTO ACTION!



THAT CANNISTER  
OF EVIDENCE  
THEY SENT  
FLYING--!

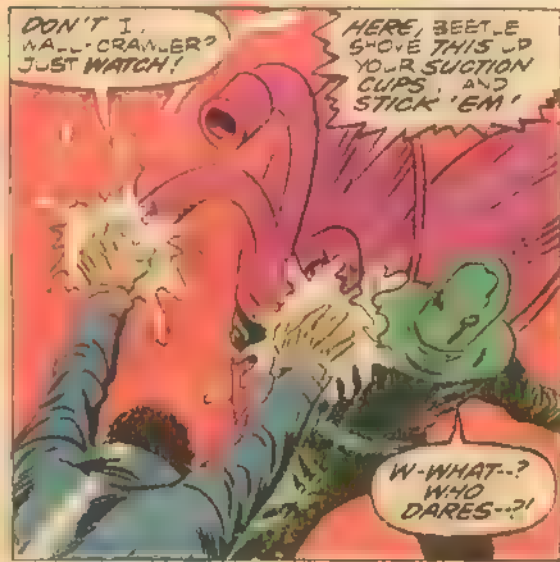
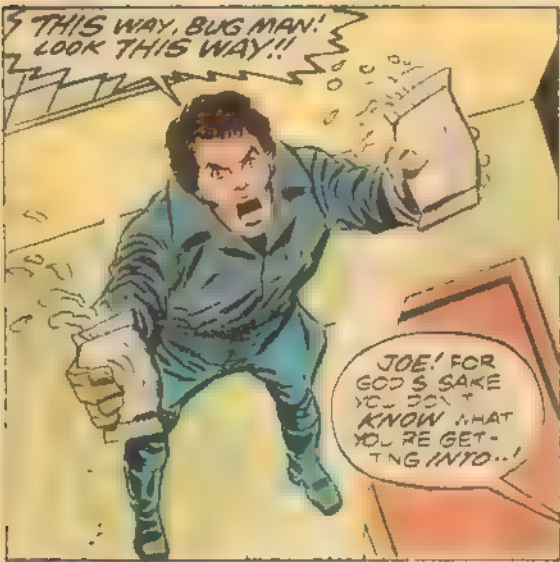
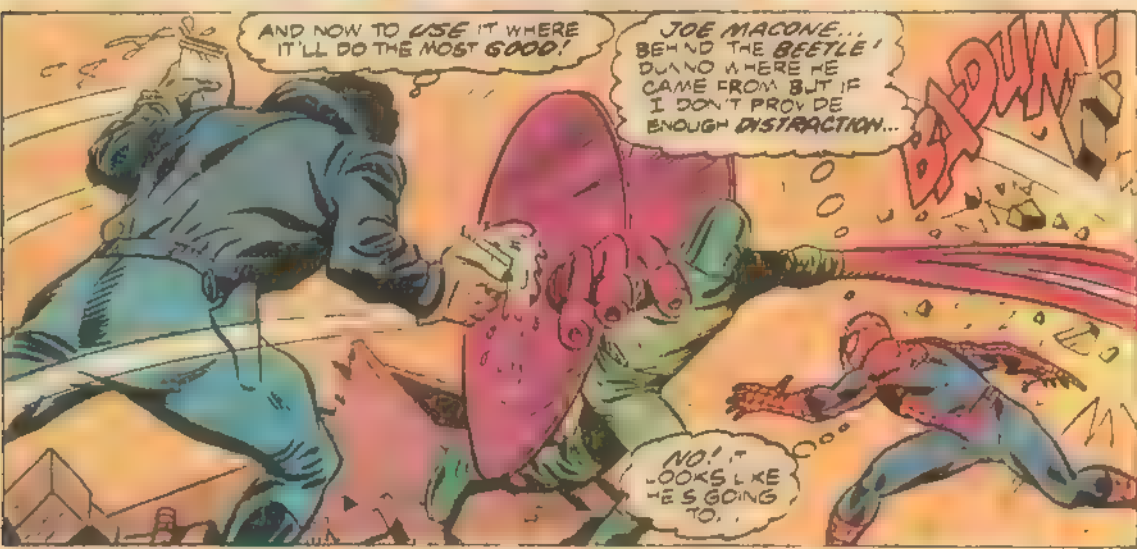
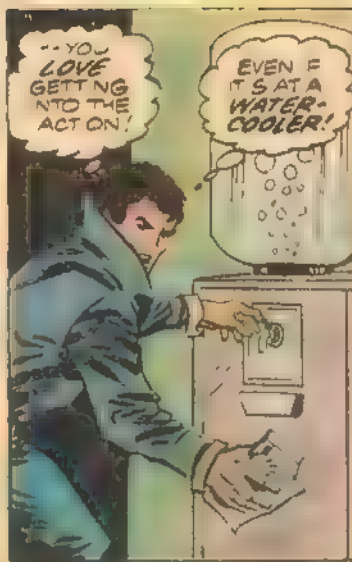
IT WAS  
FILLED  
WITH PACKETS  
OF HEROIN!



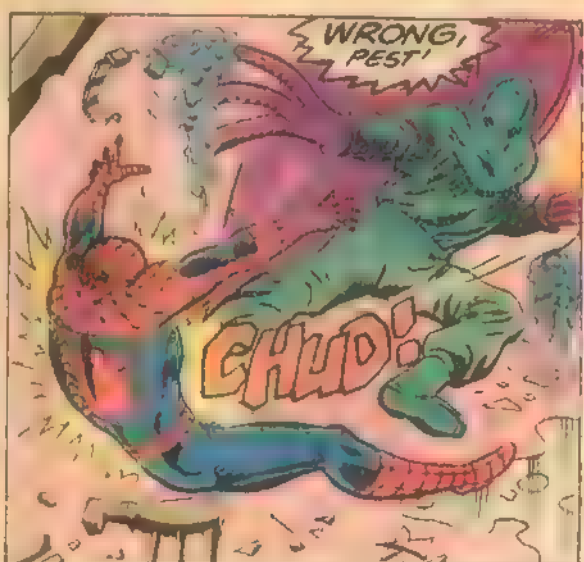
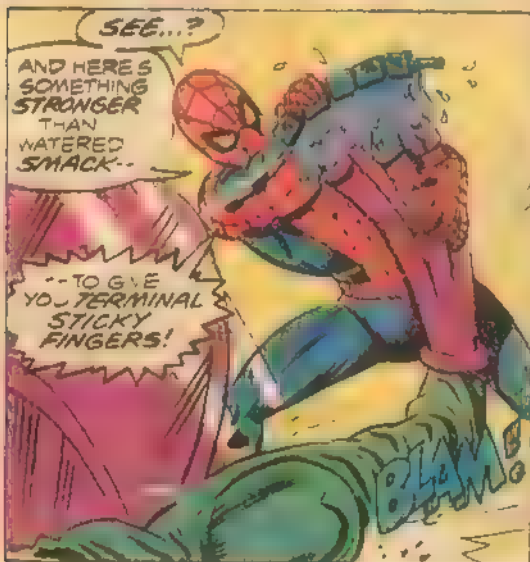
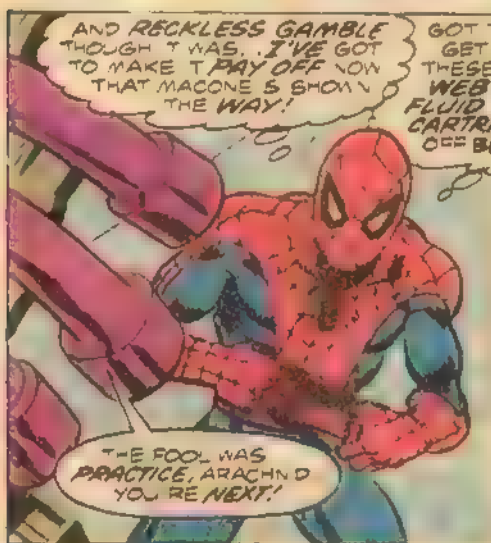
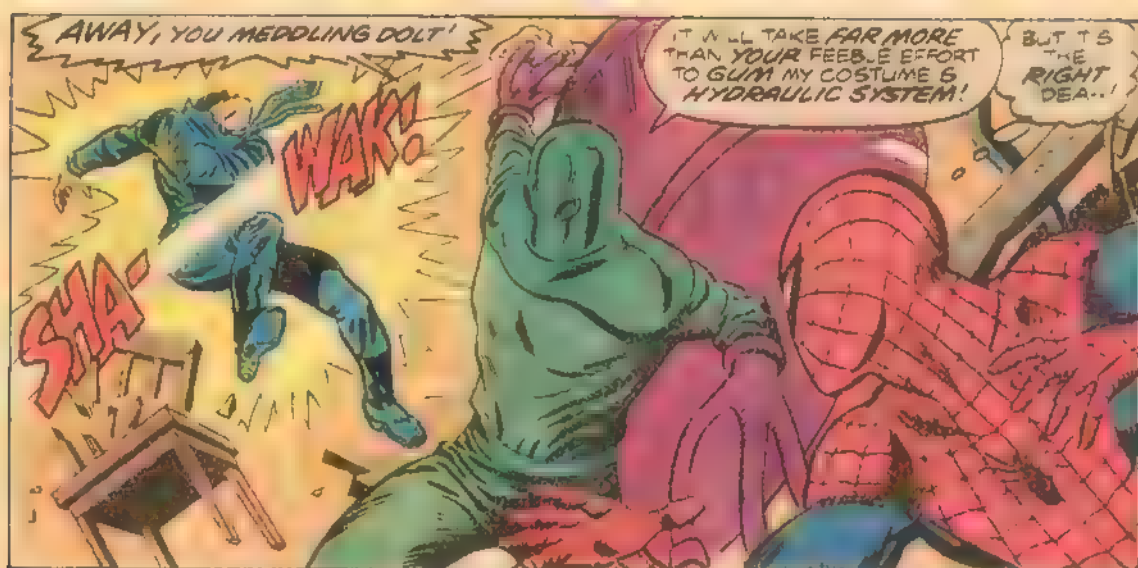
SPIDER-MAN  
LOOKED MORE HURT  
THEN HE WAS  
LETTING ON--!

COULD  
BE I'VE  
GOT A WAY  
TO DO  
HIM  
SOME  
GOOD!













# MARVEL® BULLPEN BULLETINS

ARCHIE GOODWIN, Editor • JIM SHOOTER, Associate Editor • ROGER STERN, RALPH MACCHIO, JO DUFFY, JIM SALICRUP, Assistant Editors • ROY THOMAS, MARV WOLFMAN, STEVE GERBER, JACK KIRBY, Consulting Editors • JOHN ROMITA, MARIE SEVERIN, Art Directors • JOHN VERPOORTEN, Production Manager • IRVING FORBUSH, Corporate Non-entity

## STAN'S SOAPBOX

Many knowledge-hungry readers have asked what in the name of Irving Forbush do I talk about when I make my monthly pilgrimage to some defenseless college bringing a modicum of Marvel culture to the madly cheering masses! Therefore, in my burning desire to answer your every question—and because I can't think of anything else to write about—you're now about to be favored with a typical outline of one of Lee's Luminous Little All-Purpose Lectures! So let's begin before you get too choked up to read any further. I usually kick off with a brief outline of the history of mighty Marvel—how and why the whole nutty thing began. And, since I've got the world's worst memory, it rarely comes out the same way twice! Half the campuses in America probably have wildly conflicting histories of the growth of Marvel's greatness—but at least it keeps 'em on their toes! Then, we have some dizzy in-depth discussions of our cuddly costumed cavers. We probe the psyches and gestalts of Spidey, the Hulk, Doc Doom, Howard the Anatid (in case you meet a guy who speaks only Latin!), and as many other of our legendary little lovebugs as time, and the audience's stamina, will permit. Next, we come to the really heavy stuff—namely, the philosophy of comics. We explore what's right with them and (gulp!) what's wrong with them; why Marvel has a fursluggigner flavor all its own (sort'a like a ripe scallion); and what lies ahead for Marveldom Assembled. That's probably the most momentous subject of all, for as academia knows, as Marvel goes so goes the nation! (The world?) (The universe maybe?) Finally, we segue into the grand finale, the part where the long-suffering audience can get its well-deserved revenge—the Questions-and-Answers period! This is the zingiest part for all concerned 'cause they can put me on the spot while I get my jollies by trying to worm out of it in my usual sneaky way! And there you have it—next to the secret of the Rosicrucians, probably the most sought-after info since the Silver Surfer divulged the name of his barber! And now, till J. Jonah Jameson elopes with Aunt May, have the merriest of Christmases, be good to each other, and always remember—Red Sonja will love you if you keep thinking Marvel!

Excelsior!

*Stan*

ITEM! It's December and another holiday season, good people, so from every amiable armadillo and bolisterous Bullpennier here at merry Marvel, the very best of Season's Greetings to you one and all!

ITEM! Just to prove we really love you all, we've come up with a holiday surprise package that we think will absolutely knock you on your mistletoe, namely the second of our MARVEL COMICS SUPER SPECIALS. If you caught our first one (which starred the rock group KISS), then you know to expect a deluxe magazine with radiant full color, high quality paper, and dazzling art reproduction. And if you've checked out the illustration on this page, then you also know the sensational subject of this Special, none other than everyone's favorite sword-swinging Cimmerian, CONAN THE BARBARIAN. Odds are that's enough to send most of you cogent comics cognoscenti stampeding to your nearest newsdealer, but for the doubters and dihardards lurking about, we'll elaborate further. The magazine's main feature is a novel-length epic entitled: "Revenge of the Barbarian." It's based on a story by Conan's creator, ROBERT E. HOWARD, and adapted by the sword-winning team of writer/editor ROY THOMAS and artist extraordinaire JOHN BUSCEMA. Adding their talents are Awesome ALFREDO ALCALA, who renders John's layouts to a fantastic finish, and Mirthful MARIE SEVERIN, whose hand-tinting craftsmanship brings new meaning to the words "full color!" In addition, there's a fabulous feature section (also in color) delving into the history of Conan in the comics as well as other awesome aspects of the sword-and-sorcery trade, and the whole prestigious package comes with a rip-roaring wraparound cover painting by Ernest EARL NOREM. All that... and it's yours for a mere \$1.50! MARVEL COMICS SUPER SPECIAL #2 featuring THE SAVAGE SWORD OF CONAN. Don't miss it!



ITEM! If you think from the last item we're shooting our bolt on the holiday season and don't have anything left for the New Year... then you misjudge just how much we like to keep the excitement flowing your way, amigo, because on tap in January is a veritable landslide of landmark mag! First, there's SPIDER-WOMAN debuting in her own title; revamped, redesigned, and refined to a fare-thee-well from her MARVEL SPOTLIGHT appearance by MARV WOLFMAN, CARMINE

INFANTINO, and TONY DeZUNIGA into one of the most unique and uniquely exciting super-heroines to hit the scene. Then there's the fabulous fiftieth issue of POWER MAN, which hits you with a dazzling new direction as Luke Cage becomes partners with Danny Rand, otherwise known as IRON FIST. It's offbeat and outrageous, but we're betting it's the most winning combination since Starsky met Hutch. Last month we gave you the rundown on JACK "King" KIRBY's two new books, DEVIL DINOSAUR and MACHINE MAN. This month we're going to cue you that next month they're going to be on sale. A word to the wise should be sufficient... first issues, especially those by Mr. K, disappear fast! Finally, in our black-and-white magazine line, a new edition of MARVEL PREVIEW surges forth in January and features THE U.F.O. CONNECTION, a novel-length blockbuster of flying saucers, pyramid power, reincarnation, and a secret war with beings from the beyond written by DAVID KRAFT, drawn by HERB TRIMPE, and rendered by KLAUS JANSON. Editor ROGER SLIFER assures us it's all imaginary, but the way it ties in with some known facts and theories leaves us wondering... and experiencing a shiver or two definitely not brought on by the winter wind!

ITEM! One thing we always seem to have plenty of in the Bullpen is changes, and this time around is no exception. We're saying hail and farewell to Edifying ED HANNIGAN, who is abandoning his Assistant Editor's post for the rigors of becoming full-time penciler of the monthly DEFENDERS mag, and to Mellow MARY ELLEN BEVERIDGE, who departs as our Lady of the Fan Letters to take up the brush and Doctor Martin's dyes of a freelance colorist. Fortunately, ready to step into their places, respectively, are Slim JIM SALICRUP and Heavenly HELLEN KATZ. A whole lot of good luck to the lot of you in your new endeavors. On the free-lance front, let's say hello to Rebel ROGER MCKENZIE who has recently taken over the scripting of DAREDEVIL and GHOST RIDER, and offer considerable congratulations to Klobbering KEITH POLLARD, whose pulsating pencil work can now be seen on the FANTASTIC FOUR and IRON MAN comics. We're looking forward to bigger and better dazzlement from both these promising talents!

ITEM! A sad note: The passing of RON HAYDOCK, who contributed many articles to our black-and-white magazines of several seasons back, particularly MONSTERS OF THE MOVIES. He was a friend to many of us here at Marvel and his absence shall be felt.

ITEM! As usual, there's a lot to cover and always too little space to do it. We didn't get a chance to mention the secret project that artist GEORGE "Pacester" PEREZ and scripter DAVID KRAFT are huddling together on, or those private planning sessions between STAN, CHRIS CLAREMONT, and DAVE COCKRUM over a certain super-heroine in Marvel's mighty line-up. Maybe next time.



# DAREDEVIL in "MCBRAIN'S BRAIN DRAIN."

YOU DON'T NEED SUPERPOWERS TO KNOW ALL THESE PROBLEMS ARE THE WORK OF ONE MAN. BUT WHO?

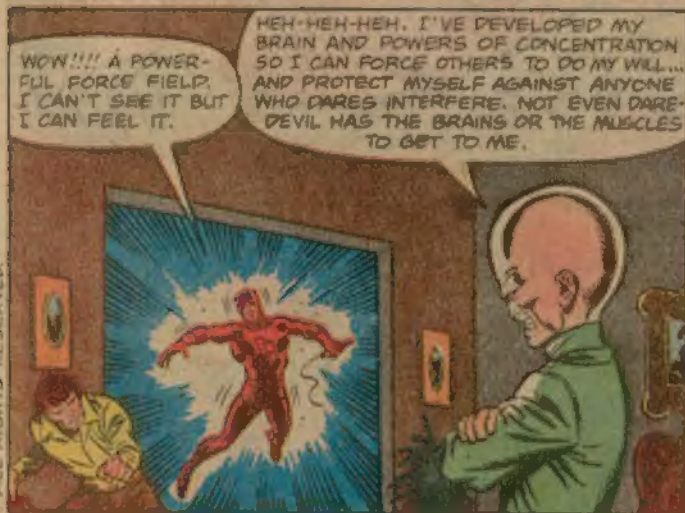


FOOTSTEPS... RUNNING. AND THE RADAR IMAGE OF LOTS OF MONEY. BUT HIS PULGEBEAT, HIS BRAIN PATTERN IS ABNORMAL. HE'S UNDER SOME-ONE ELSE'S CONTROL.



WOW!!!! A POWERFUL FORCE FIELD. I CAN'T SEE IT BUT I CAN FEEL IT.

HEH-HEH-HEH. I'VE DEVELOPED MY BRAIN AND POWERS OF CONCENTRATION SO I CAN FORCE OTHERS TO DO MY WILL... AND PROTECT MYSELF AGAINST ANYONE WHO DARES INTERFERE. NOT EVEN DAREDEVIL HAS THE BRAINS OR THE MUSCLES TO GET TO ME.

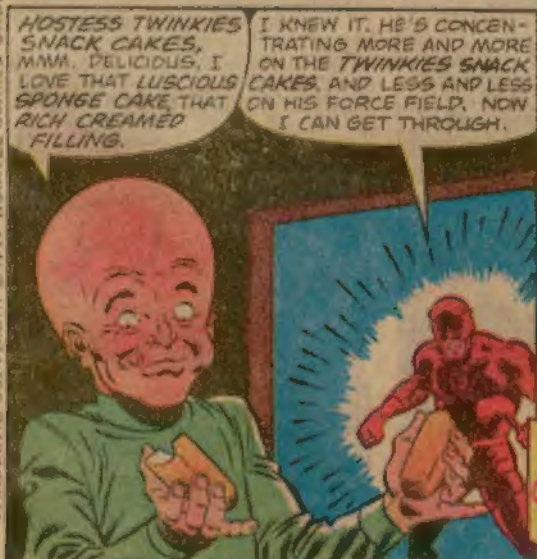


I CAN'T GET THROUGH. BUT HOSTESS TWINKIES® SNACK CAKES CAN. AND WHAT HUMAN MIND CAN IGNORE SUCH GREAT CAKES?



HOSTESS TWINKIES® SNACK CAKES, MMM. DELICIOUS. I LOVE THAT LUSCIOUS SPONGE CAKE THAT RICH CREAMED FILLING.

I KNEW IT. HE'S CONCENTRATING MORE AND MORE ON THE TWINKIES® SNACK CAKES. AND LESS AND LESS ON HIS FORCE FIELD. NOW I CAN GET THROUGH.



FROM NOW ON, MCBRAIN, YOU'D BETTER CONCENTRATE ON THE GOOD STUFF LIKE HOSTESS TWINKIES® SNACK CAKES.

YOU GET A BIG DELIGHT IN EVERY BITE OF HOSTESS® TWINKIES® SNACK CAKES







YOUR EFFORT HAS FAILED... JUST LIKE THAT OTHER SIMPLETON'S!

HAS IT, GOGGLE EYES?

THAT WAS A KICK YOU NAILED ME WITH WHILE I WAS BUSY--

--POURING THAT WEB-FLUID WHICH OUGHT TO BE DRYING BY NOW!



M-MY FEELERS! THEY'RE JAMMING... REFUSING TO RESPOND!

YEAH! AND WITHOUT THEM--



-YOU'RE NOT BUGGIN' ANYONE!

PA-DOWN!

THAT ONE PUNCH DOESN'T END THE FIGHT...

...BUT IT ESTABLISHES A TREND AND MAKES THE OUTCOME INEVITABLE!



S-SPIDER-MAN...! DID... WE... WIN...?



MACONE! IF YOU'RE ALL RIGHT... I GUESS WE DID.

BUT I WONDER IF HIS WIFE'S GONNA THINK SO...?

DO YOU NEED A DOCTOR, FELLA?!



MAYBE A WHOLE HOSPITAL...! BUT WHILE YOU WERE FIGHTING, SPIDEY, I CHECKED OUT THAT BRIEFCASE THE BEETLE WAS AFTER--

--AND I KNOW WHY HE WANTED IT SO BADLY!

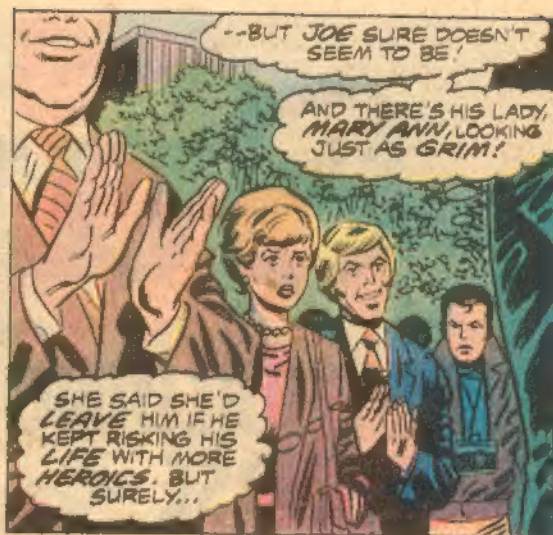


SO WORDS FLOW, DAYS PASS, BROKEN BONES BEGIN TO KNIT, AND AT A SPECIAL POLICE DEPARTMENT CEREMONY...



...AND I WOULD LIKE OUR NEWEST POLICE DETECTIVE TO DEMONSTRATE HIS DISCOVERY HIMSELF...

THE COMMISSIONER IS PROUD ENOUGH TO BURST--



--BUT JOE SURE DOESN'T SEEM TO BE!

AND THERE'S HIS LADY, MARY ANN, LOOKING JUST AS GRIM!

SHE SAID SHE'D LEAVE HIM IF HE KEPT RISKING HIS LIFE WITH MORE HEROICS. BUT SURELY...

DETECTIVE MACGONE...?

THE BRIEFCASE THE BEETLE WAS AFTER WAS EVIDENCE--

--STOLEN AT AN AIRPORT FROM A BUSINESSMAN WHO DIED SOON AFTERWARDS!

INVESTIGATION HAS UNCOVERED THAT THIS BUSINESSMAN WAS ACTUALLY A COURIER FOR THE CRIME SYNDICATE.

NOTHING IN THE BRIEFCASE SEEMED OF ANY VALUE. BUT--

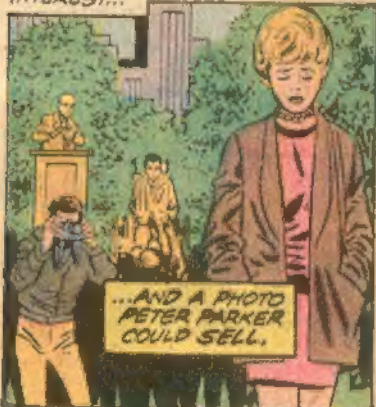
--DURING SPIDER-MAN'S BATTLE WITH THE PERPETRATOR--



--I DISCOVERED A FALSE BOTTOM AND THIS...

...A COOL MILLION IN EASY-TO-STEAL, CAREFULLY-LAUNDERED CASH!

THERE IS APPLAUSE, MORE WORDS FROM THE COMMISSIONER... BUT MARY ANN MACGONE DOESN'T STAY. THAT'S NEWS, HUMAN INTEREST...



...AND A PHOTO PETER PARKER COULD SELL.

BUT SOMEHOW THE DAILY BUGLE PHOTOGRAPHER CANNOT BRING HIMSELF TO SNAP THE SHUTTER.



BECAUSE, A PETER PARKER KNOWS TOO WELL...

...THERE ARE PROBLEMS EVEN HEROES CANNOT SOLVE.



NEXT: THE ANGEL, THE ICEMAN, and the...  
**END OF A SUPER-TEAM!**